TENNANT CO Form 10-Q April 30, 2019

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 10-Q
QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the quarterly period ended March 31, 2019
OR
TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from to
Commission File Number 1-16191
TENNANT COMPANY (Exact name of registrant as specified in its charter) Minnesota 41-0572550 (State or other jurisdiction of incorporation or organization) (I.R.S. Employer Identification No.)
701 North Lilac Drive
P.O. Box 1452
Minneapolis, Minnesota 55440
(Address of principal executive offices)
(Zip Code)
(763) 540-1200
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YesüNo

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files).

YesüNo

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ü Accelerated filer

Non-accelerated filer Smaller reporting company

Emerging growth company

1

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes Noü

As of April 19, 2019, there were 18,164,119 shares of Common Stock outstanding.

2

TABLE C	OF CONTENTS	
PART I -	FINANCIAL	_
INFORM		Page
n vi Oktivi	Financial	
Item 1.	Statements	4
Item 1.	<u> </u>	±
	(Unaudited)	
	Consolidated	
	Statements of	<u>4</u>
	Earnings	
	Consolidated	
	Statements of	<u>5</u>
	<u>Comprehensive</u>	<u> </u>
	<u>Income</u>	
	Consolidated	6
	Balance Sheets	<u>6</u>
	Consolidated	
	Statements of Cash	7
	Flows	_
	Consolidated	
	Statements of	8
	Equity	_
	Notes to the	
	Consolidated	
	Financial Financial	9
	<u>Statements</u>	
	1. Summary of	
	Significant	9
	Accounting Policies	2
	2. Newly Adopted	
	Accounting	9
	Pronouncements	2
	3. Revenue from	
		10
	Contracts with	<u>10</u>
	<u>Customers</u>	
	4. Management	<u>11</u>
	Actions	
	5. Acquisition	<u>12</u>
	6. Inventories	<u>13</u>
	7. Goodwill and	<u>13</u>
	Intangible Assets	
	8. Debt	<u>14</u>
	9. Warranty	<u>15</u>
	10. Derivatives	<u>15</u>
	11. Fair Value	<u>18</u>
	<u>Measurements</u>	<u></u>
	12. Retirement	<u> 19</u>
	Benefit Plans	<u></u>
	13. Leases	<u>19</u>
	14. Commitments	<u>21</u>
	and Contingencies	<u>~ 1</u>

	15. Accumulated		
	<u>Other</u>	21	
	<u>Comprehensive</u>	<u>21</u>	
	Loss		
	16. Income Taxes	<u>21</u>	
	17. Share-Based	22	
	Compensation	<u>22</u>	
	18. Earnings		
	Attributable to	22	
	Tennant Company	<u>22</u>	
	Per Share		
	19. Separate		
	Financial		
	Information of	22	
	Guarantor		
	Subsidiaries		
	Management's		
	Discussion and		
	Analysis of Financial 30		
Item 2.	Condition and	<u>30</u>	
	Results of		
	Operations		
	Quantitative and		
	Oualitative		
Item 3.	Disclosures About	<u>34</u>	
	Market Risk		
Item 4.	Controls and		
	Procedures	<u>34</u>	
PART II -			
INFORM.			
Item 1.	Legal Proceedings	<u>34</u>	
Item 1A.	Risk Factors	<u>34</u>	
	Unregistered Sales		
Item 2.	of Equity Securities	<u>34</u>	
	and Use of Proceeds		
Item 6.	Exhibits	<u>36</u>	
Signatures		37	

PART I – FINANCIAL INFORMATION

Item 1. Financial Statements
TENNANT COMPANY
CONSOLIDATED STATEMENTS OF

CONSOLIDATED STATEMENTS OF EARNINGS

(Unaudited)

	Three Months Ended		
(In millions, except shares and per share data)	March 31		
	2019	2018	
Net Sales	\$262.5	\$ 272.8	
Cost of Sales	154.3	163.7	
Gross Profit	108.2	109.1	
Operating Expense:			
Research and Development Expense	7.2	8.0	
Selling and Administrative Expense	90.2	90.7	
Total Operating Expense	97.4	98.7	
Profit from Operations	10.8	10.4	
Other Income (Expense):			
Interest Income	0.8	0.7	
Interest Expense	(5.0)	(5.7)
Net Foreign Currency Transaction Gain (Loss)	0.2	(0.7)
Other Expense, Net	(0.2)	(0.3)
Total Other Expense, Net		(6.0)
Profit Before Income Taxes	6.6	4.4	
Income Tax Expense	1.2	1.1	
Net Earnings Including Noncontrolling Interest	5.4	3.3	
Net Earnings Attributable to Tennant Company	\$5.4	\$ 3.3	
Net Earnings Attributable to Tennant Company per Share:			
Basic	\$0.30	\$ 0.18	
Diluted	\$0.29	\$ 0.18	
Weighted Average Shares Outstanding:			
Basic	18,042,4 6 87,790,989 18,345,2118,245,359		
Diluted			
Cash Dividend Declared per Common Share	\$0.22	\$ 0.21	

See accompanying Notes to the Consolidated Financial Statements.

4

TENNANT COMPANY CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (Unaudited)

Three Months Ended

(In millions) March 31

2019 2018

Net Earnings Including Noncontrolling Interest \$5.4 \$3.3

Other Comprehensive (Loss) Income:

Foreign currency translation adjustments (2.3) 8.4